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**UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA**

IN RE: 23ANDME, INC., CUSTOMER DATA  
SECURITY BREACH LITIGATION

Case No. 24-md-03098-EMC

Hon. Edward M. Chen

**DECLARATION OF REBEKAH S. GUYON  
IN SUPPORT OF THE SETTLING  
PARTIES' JOINT MEMORANDUM**

I, Rebekah S. Guyon, declare as follows:

1. I am a shareholder with Greenberg Traurig, LLP, counsel of record for defendant 23andMe, Inc. (“23andMe”). I have personal knowledge of the facts set forth in this Declaration and, if called and sworn as a witness, I could and would testify competently with respect thereto. Pursuant to Civil L.R. 6-3(a) and Civil L.R. 7-11(a), I submit this declaration in support of the Settling Parties’ Joint Memorandum Re: Including Arbitration Claimants in the Settlement Class.

2. On November 12, 2024, 23andMe Holding Co. filed a Form 10-Q for the quarterly period ended September 30, 2024 with the United States Securities and Exchange Commission (SEC). A true and correct copy of the Form 10-Q is attached hereto as **Exhibit 1**.

3. In Item 1.A (Risk Factors), subject to the Cautionary Note Regarding Forward-Looking Statements on page 3, the Form 10-Q states:

***There is substantial doubt regarding our ability to continue as a going concern.***

We incurred significant operating losses as reflected in our accumulated deficit and negative cash flows from operations. As of September 30, 2024, we had an accumulated deficit of \$2.3 billion, and cash and cash equivalents of \$126.6 million. We will need additional liquidity to fund our necessary expenditures and financial commitments for 12 months after the date that the unaudited condensed consolidated financial statements included in this Form 10-Q are issued. We have determined that, as of the filing date of this report, there is substantial doubt about our ability to continue as a going concern.

To improve our financial condition and liquidity position, we are working to execute our business plan, manage ongoing operational expenses, and implement cost-cutting measures, as well as considering raising additional capital. Our ability to continue as a going concern, however, is contingent upon our ability to successfully implement our operational and financial plans, and if we fail to do so and/or are unable to raise sufficient capital or consummate a strategic transaction, we could be forced to modify or cease operations. While we believe in the viability of our strategy there are numerous risks and uncertainties may prevent, and there can be no assurances regarding, the successful implementation of our operational and financial plans and/or the consummation of any transactions.

Furthermore, the reaction of investors to our potential inability to continue as a going concern could also have a material and adverse impact on the price of our Class A common stock, which could negatively impact our ability to obtain stock-based financing or enter into strategic transactions. Additionally, the perception that we may not be able to continue as a going concern may cause prospective partners or collaborators to choose not to conduct business with us due to concerns about our ability to meet our contractual obligations and continue operating our business without interruption.

Exhibit 1 at page 57.

4. In Item 5 (Other Information), the Form 10-Q states in part:

*Costs Associated with Exit or Disposal Activities*

On November 8, 2024, the Company's Board of Directors approved a reduction in force involving 223 employees, representing approximately 40% of the Company's workforce (the "November Reduction in Force"). The November Reduction in Force also includes ceasing additional development in the Company's two clinical trials and the closure of substantially all operations in the Company's Therapeutics business segment (together with the November Reduction in Force, the "Reduction Plan"). The Reduction Plan is intended to restructure and strategically align the Company's workforce and organization with the Company's current strategy and to reduce the Company's operating costs.

Exhibit 1 at page 58.

I declare under penalty of perjury of the laws of the United States of America that the foregoing is true and correct, and that this declaration was executed on November 12, 2024 in Los Angeles, California.

/s/ Rebekah S. Guyon

Rebekah S. Guyon